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The Kansas City Southern Railway Company Louisiana & Arkansas Railway Company

114 West 11th Street, Kansas City, Missouri 64105-1804

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RECORDED NO. 8067-E FILED MS

1-011A030

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JAN 11 1991 -2 25 PM

January 8, 1991

INTERSTATE COMMERCE COMMISSION

RECORDED NO. 8067-D FILED MS

Sidney L. Strickland, Jr., Secretary JAN 11 1991 -2 25 PM
Interstate Commerce Commission
12th and Constitution Avenue
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Re: Release of: (1) Conditional Sales Agreement
dated as of September 15, 1975 (Recordation No.
8067); (2) Lease of Railroad Equipment dated as
of September 15, 1975 (Recordation No. 8067-A)

Dear Mr. Strickland:

Pursuant to 49 U.S.C. 11303 and to the Commission's
Rules and Regulations thereunder, as amended, The Kansas City
Southern Railway Company transmits for recordation herewith:

- (a) four completely executed counterparts of a "Full
Release" for four locomotives covered by the above
referenced Conditional Sales Agreement (Recordation
Number 8067) and Assignment (Recordation Number 8067-
B) [said Assignment being from General Motors
Corporation (Electromotive Division) to American
National Bank and Trust Company of Chicago]; and
- (b) four completely executed counterparts of a Release
and Termination of Lease Certificate for four
locomotives covered by the above referenced lease
between The Kansas City Southern Railway Company and
the Exchange National Bank of Chicago (Recordation
Number 8067-A) and Assignment (Recordation Number
8067-C).

The above referenced Releases are Secondary
Documents. The Primary Document to which these releases are
connected is recorded under Recordation Number 8067.

Sidney L. Strickland, Jr., Secy.
I.C.C.
January 8, 1991
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The names and addresses of the parties to the documents are as follows:

	<u>Document</u>	<u>Name</u>	<u>Address</u>
(a)	Full Release of Conditional Sale Agreement	American National Bank and Trust of Chicago	33 North LaSalle Chicago, IL 60609
(b)	Release and Termination of Lease Certificate	LaSalle National Bank	135 South LaSalle St. Chicago, IL 60603
	The Kansas City Southern Railway Company		114 West 11th St. Kansas City, MO 64105

The equipment covered by the above documents consists of:

<u>Type</u>	<u>Quantities</u>	<u>Railroad Road Nos.</u>
MP-15 1,500 horsepower Diesel Electric Locomotives	4	KCS 4363, 4364, 4365, 4366

A fee of thirty dollars (\$30) is enclosed. Please stamp and return in the postage prepaid self-addressed envelope the original and any extra copies not needed by the Commission for recordation to:

William J. Wochner
General Attorney
The Kansas City Southern Railway Company
114 West 11th Street
Kansas City, Missouri 64105

A short summary of the documents to appear in the index follows:

(a) Release of Conditional Sales Agreement

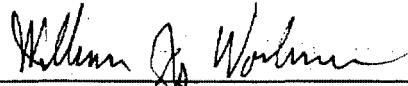
Release of Conditional Sales Agreement with Recordation Number 8067, dated September 15, 1975, dated December 27, 1990 and covering four MP-15 1,500 horsepower Diesel Electric Locomotives, KCS Numbers 4363, 4364, 4365 and 4366.

Sidney L. Strickland, Jr., Secy.
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(b) Release and Termination of Lease Certificate

Release and Termination of Lease Certificate with
Recordation Number 8067-A, dated September 15, 1975, dated
December 27, 1990 and covering four MP-15, 1,500
horsepower Diesel Electric Locomotives, KCS Numbers 4363,
4364, 4365 and 4366.

Very truly yours,



William J. Wochner
Attorney for The Kansas City
Southern Railway Company

WJW:sk

Encl.

Interstate Commerce Commission
Washington, D.C. 20423

1/16/91

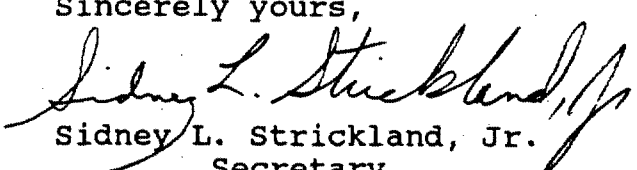
OFFICE OF THE SECRETARY

William J. Wochner
The Kansas City Southern Railway Co/
114 West 11th Street
Kansas City, Missouri 64105

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/11/91 at 2:25pm, and assigned recordation number(s). 8067-D & 8067-E

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RECORDED TO 8067 E
JAN 11 1991 -2 33 PM
INTERSTATE COMMERCE COMMISSION

RELEASE AND TERMINATION OF LEASE CERTIFICATE

This Mutual Release and Termination of Lease is entered into this 27th day of December, 1990 by and between LaSalle National Bank, successor trustee to EXCHANGE NATIONAL BANK OF CHICAGO, not individually, but solely as Trustee under that certain Trust Agreement dated as of September 15, 1975 ("Trustee") and THE KANSAS CITY SOUTHERN RAILWAY COMPANY, a Missouri corporation ("Lessee").

RECITALS:

WHEREAS, the Trustee and Lessee entered into a certain Lease of Railroad Equipment dated as of September 15, 1975 ("Lease") for the lease of four (4) MP-15 1,500 horsepower diesel-electric locomotives manufactured by General Motors (Electro-Motive Division) and identified as The Kansas City Southern Railway Company Road Numbers 4363 through and including 4366 (the "Units"), which Lease was duly recorded in the Office of the Interstate Commerce Commission, Washington, D.C. on September 29, 1975 under Recordation Number 8067-A; and

WHEREAS, the Trustee and Lessee each acknowledge and agree that the other has satisfied all of its respective obligations under the Lease and thereby consent to the release of the record of the Lease, provided that all such indemnification obligations contained in the Lease shall survive to the extent that they relate to occurrences or events incurred during, after or in respect of periods prior to the end of said Lease;

NOW, THEREFORE, in consideration of the premises and the agreements hereinabove contained Trustee certifies that Lessee has exercised its option to purchase the Units pursuant to Section 13 of the Lease and Lessee has tendered to Trustee immediately available funds in the amount of \$660,000.00 for payment of the purchase price of the Units.

IN WITNESS WHEREOF, the undersigned have caused this Release and Termination of Lease Certificate to be duly executed on this 27th day of December, 1990.

LASALLE NATIONAL BANK, successor trustee to Exchange National Bank of Chicago, not individually but solely as Trustee as aforesaid

BY: Carol L. Morris
ITS: TRUST OFFICER

Accepted and Agreed to this 27th day of December, 1990 by
The Kansas City Southern
Railway Company, a Missouri
corporation

BY: Robert L. Brown
ITS: VICE PRESIDENT

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, RUBY J. MURCHISON, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY that Carol Y. Morrison, personally known to me to be the same person whose name is subscribed to the foregoing instrument as TRUST OFFICER of LASALLE NATIONAL BANK, not personally but solely as successor Trustee to Exchange National Bank of Chicago under a Trust Agreement dated as of September 15, 1975, appeared before me this day in person and acknowledged to me that s/he, being thereunto duly authorized, signed and delivered said instrument as the free and voluntary act of said bank as Trustee as aforesaid, and as her/his own free and voluntary act, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 27th day of
December, 1990.

Ruby J. Morrison
Notary Public

My Commission Expires:

" OFFICIAL SEAL "
RUBY J. MURCHISON
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 7/13/93

STATE OF Missouri)
) SS.
COUNTY OF Jackson)

I, IRENE PAULHE, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY that Robert L. Brown II, personally known to me to be the same person whose name is subscribed to the foregoing instrument as VICE PRESIDENT of THE KANSAS CITY SOUTHERN RAILWAY COMPANY, a Missouri corporation, appeared before me this day in person and acknowledged to me that s/he, being thereunto duly authorized, signed and delivered said instrument as the free and voluntary act of said company, and as her/his own free and voluntary act, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 27th day of December, 1990.

Irene Paulhe
Notary Public

My Commission Expires:

IRENE PAULHE

Notary Public - State of Missouri

Commissioned in Platte County

My Commission Expires March 22, 1991